

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

U.S. SECURITIES AND EXCHANGE COMMISSION	§	
Plaintiff,	§	
	§	CIV. ACTION NO.3-09CV0298-N
	§	
v.	§	
STANFORD INTERNATIONAL BANK, LTD., ET AL.,	§	
Defendants.	§	

DEFENDANTS' MOTION TO DISQUALIFY BAKER BOTTS L.L.P.

TO THE HONORABLE JUDGE:

COMES NOW, DEFENDANTS, STANFORD INTERNATIONAL BANK, LTD., STANFORD FINANCIAL GROUP COMPANY, STANFORD GROUP COMPANY, and R. ALLEN STANFORD, (hereinafter "Defendants"), who file this Motion to Disqualify Baker Botts L.L.P. ("Baker Botts") pursuant to Local Rule 7.1 and respectfully show the Court as follows:

As discussed more fully in the accompanying Brief Supporting Defendants' Motion to Disqualify Baker Botts L.L.P., denial of Defendants' Motion to Disqualify would serve only to perpetuate a clear and ongoing conflict of interest situation involving Baker Botts, severely prejudicing and causing irreparable harm to the Defendants.

Defendants request an expedited hearing on said Motion.

Defendants respectfully requests that Baker Botts L.L.P. be disqualified as counsel for the Receiver.

Respectfully submitted,

/s/ Ruth Brewer Schuster

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CERTIFICATE OF SERVICE

I hereby certify that this document filed through the ECF system will be sent electronically to the registered participants as identified on the Notice of Electronic Filing and paper copies will be sent to those indicated as non-registered participants on June __, 2009.

/s/Ruth Brewer Schuster

CERTIFICATE OF CONFERENCE

I HEREBY CERTIFY that I have complied or attempted to comply with the meet and confer requirement in Local Rule 7.1. Mr. Sadler, of Baker Botts, opposes the motion. Mr. Tillotson, counsel for Lara Pendergest-Holt, has stated that he will inform the court of his client's stance at a later date. Mr. Lena, counsel for U.S.D.O.J. (IRS), opposes the motion. I was unable to reach Mr. Reece, counsel for the SEC, and Mr. Little, Court-appointed Examiner.

/s/ Ruth Brewer Schuster